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MY BUTT'S READY**

**MERILYN
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IS BETTER**

**EMARIE
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MY BEHIND**

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50+

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Publisher: Royce Martine
Editorial Director: James Fillmore
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Senior Editor: Calvin Harding
Photography Editor: Millie Wilson



Chennin

clockwise from
top of page:

MERILYN

JOCLYN STONE

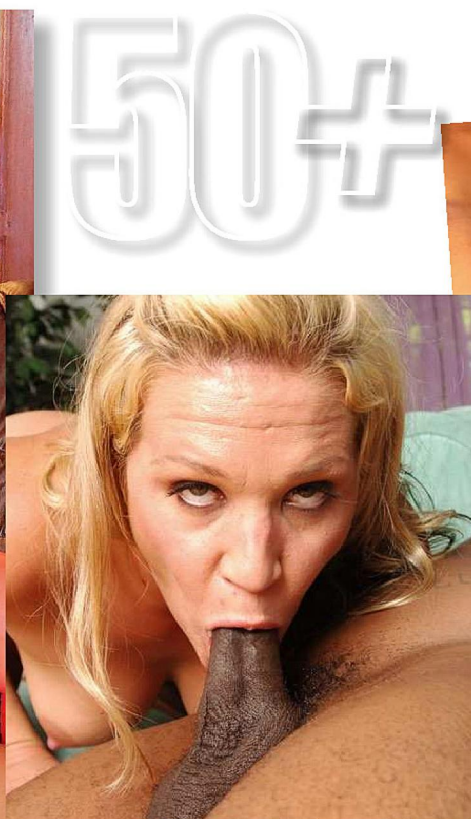
EMARIE

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LORINCZNE

CLAUDIE

JACIE LANE



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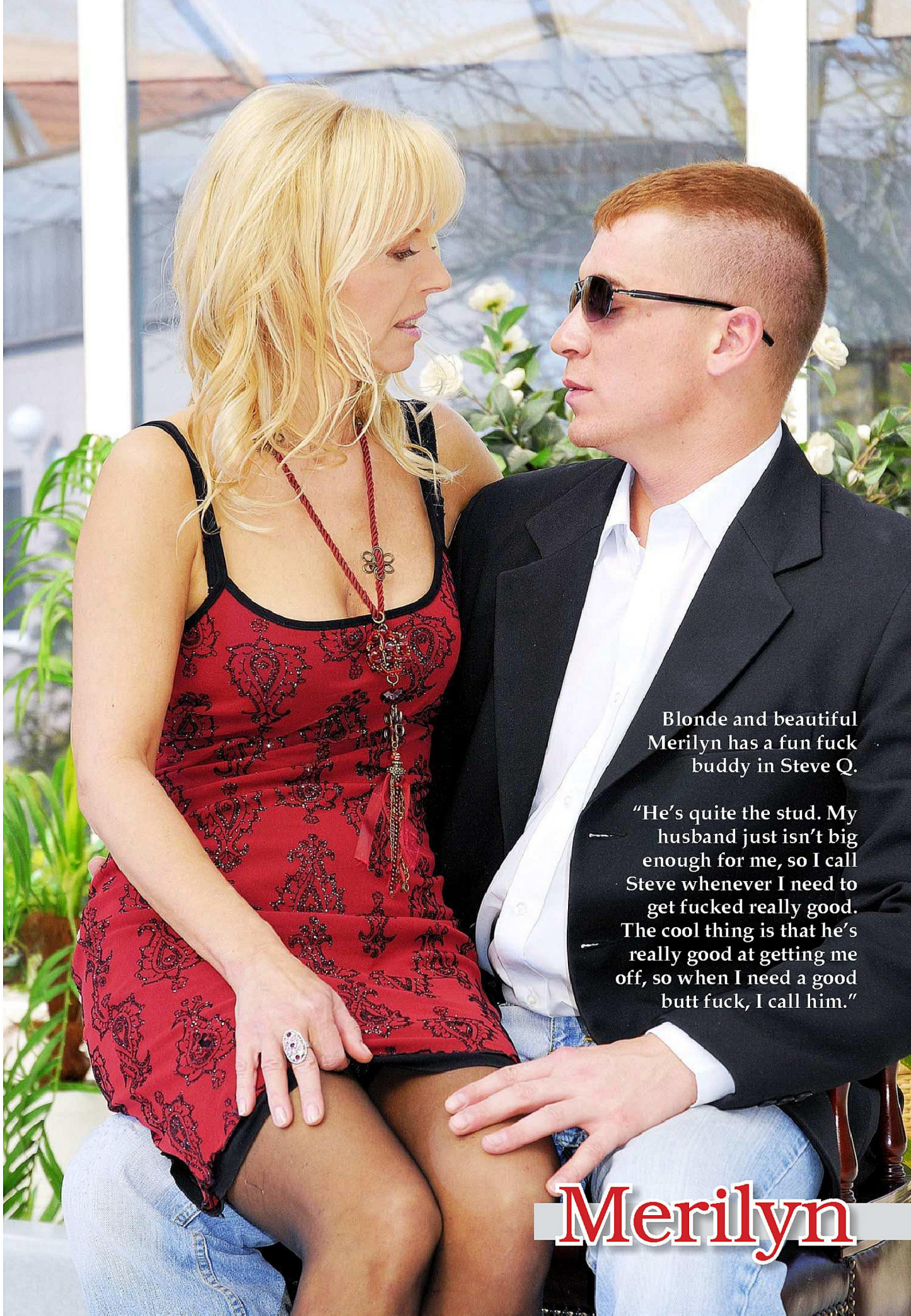
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Merilyn





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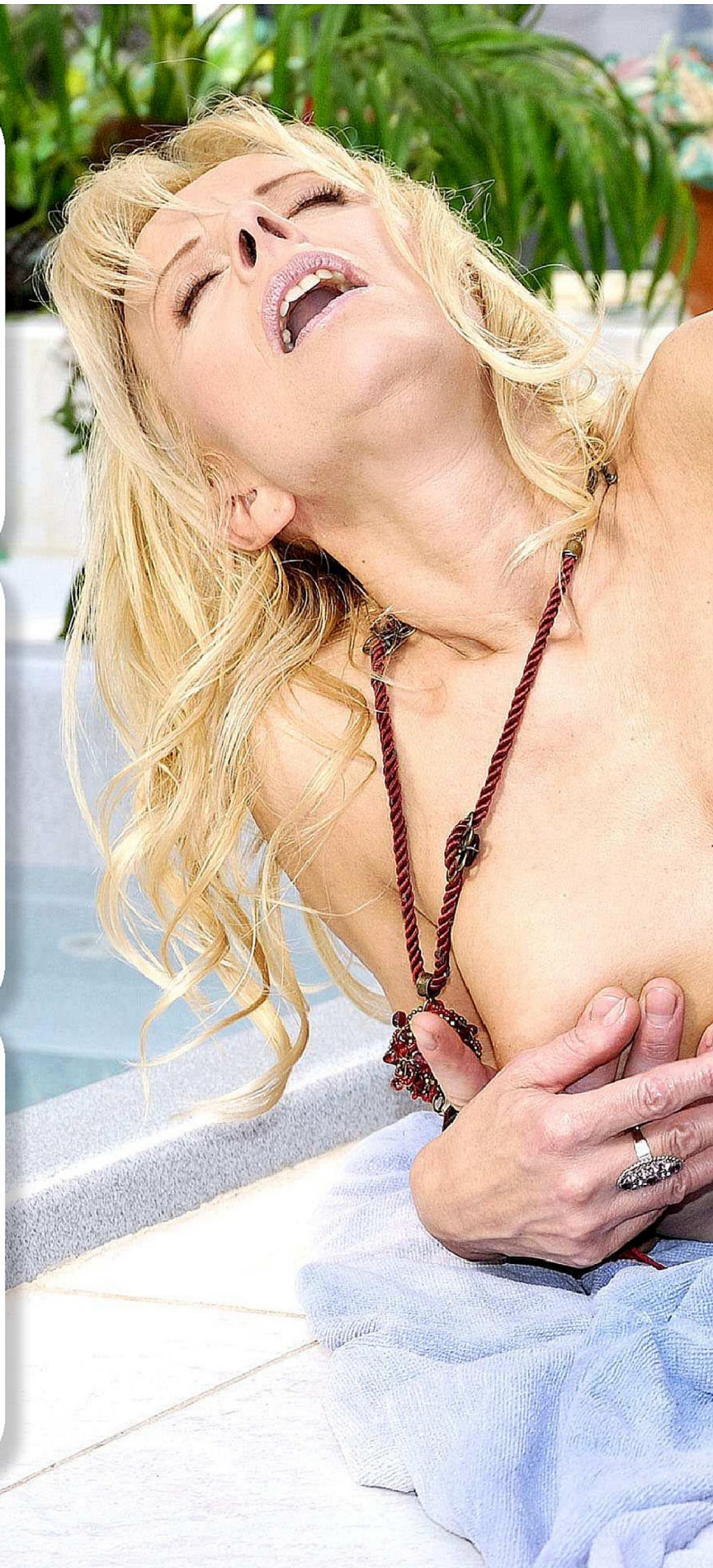






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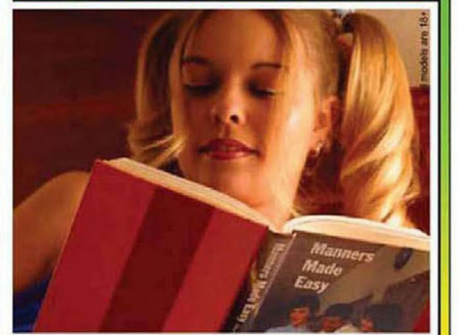
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Joclyn









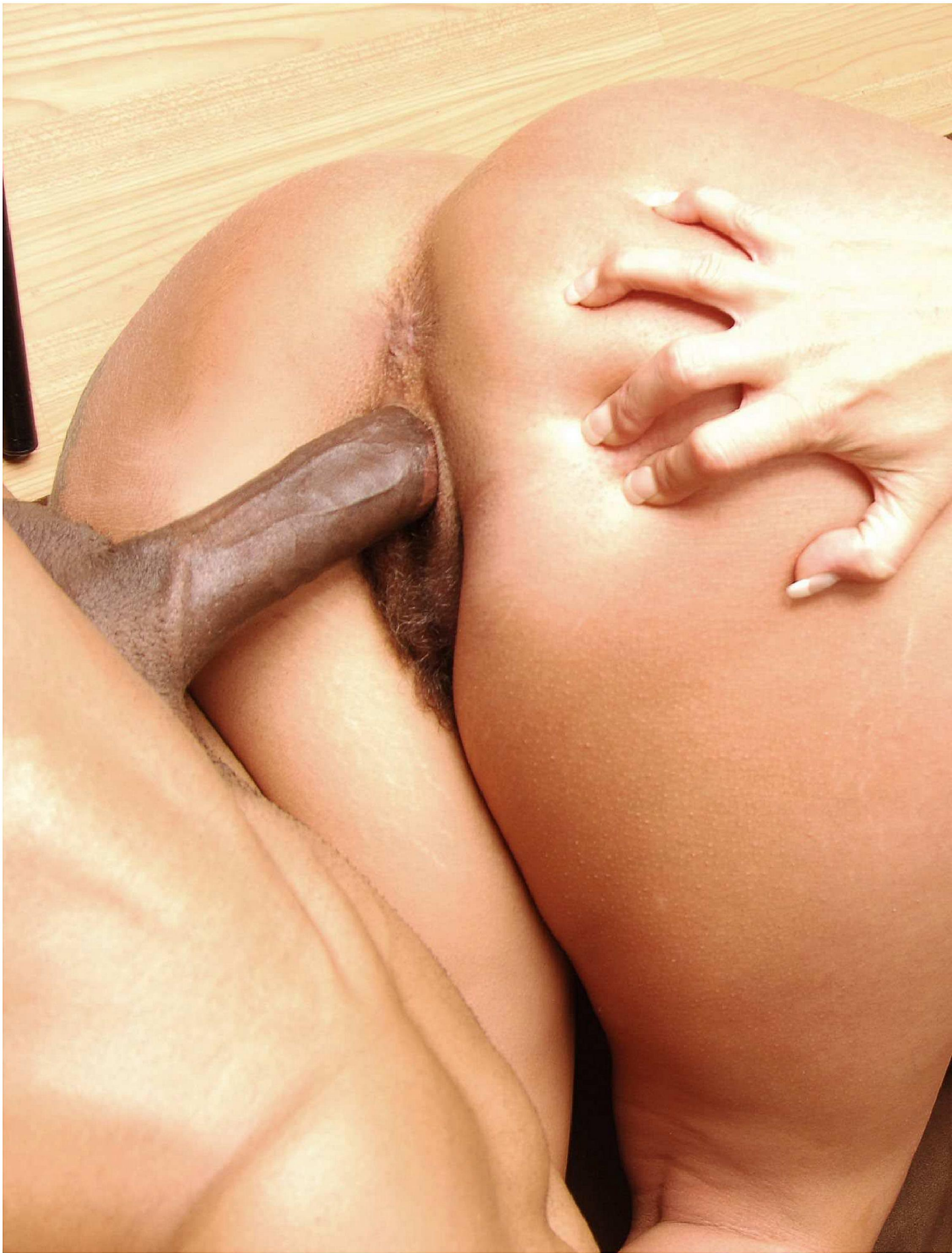
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"So I like to fool them by not wearing any panties. If they get that far with me, they know they're in for a damn good fuck - er - time."

Emarie





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"Just to be sure, guys, it's a pussy
that's a woman's best friend, not your
cock. My pussy is my private jewel box
with the diamond tucked nicely inside.
In order for you to get my diamond or
get into my pussy, you gotta treat me
right. And by that I mean, when you
come waving your cock around, be
sure it's up to the task, or no pussy!"

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Cock Obsessed

I'm a fifty-two year old divorced woman who had been married for more than thirty years. I split from my husband because -- ready for this -- I wasn't getting enough sex from him. That's what was said on the outside, but the real truth is that his dick was way too small and I wanted more out of a cock. Yes, I got pregnant and popped out a couple kids. But as time went on, I began to fantasize about bigger and bigger cocks. I would occasionally watch porn with a girlfriend on her cable TV and envied the women that were getting schtupped by those huge cocks.

In my fantasies, I would be in command and control these huge cocks. I would lick them and suck on them. There were never any faces involved, only big anonymous cocks. Kinda like a porn movie where you only see a woman's face sucking and never the man's. Well, one night I decided to do something about it. I'd go suck anonymous cock. I'd look for the largest one I could find and make my fantasy into reality. I debated whether to go to Los Angeles and get into the porn biz, but before I did, I wanted to test it out closer to home. San Francisco is large enough of



To the Editor:

Kelly Leigh is my kind of woman. Sexy and sexual. Fortunately for me, I've had the chance to fuck several women like her. When I say 'like her' what I mean is ladies over 50 or 60. I'm 36, pretty good looking and always horny. I found that 50 year olds are always ready to fuck. They have nothing to lose, can't get pregnant, and have been generally ignored by their men.

I can't say they've all been as attractive as Kelly, but when you're a horn-dog like me, you'll fuck them all. And most of them are really good fucks, Uninhibited and willing to do almost anything. All in all, they've been my best fucks!

— Jared St. J.

a city and the people here are relatively adventurous, so I'd start here.

It's now Friday night I'm off to a well known 'pick-up' bar with my girlfriends Ashley and Maureen (safety in numbers, ya know). We decided to go to a well known dive in the Castro district. Well-known for it's gayness, the Castro district also has some sexy straight and bi-bars.

We walk in and head for the bar area. Fortunately there were a couple seats at the bar but three of us. I decided I would stand because I was on the prowl. We ordered some drinks and within minutes I spotted someone to test out. I stepped up to the farther side of the bar and decided I should make the first move on the two guys standing there. They looked like football players (watching their 49ers play tonight) that were just past their prime, but still built nice no less. As I was about to walk over to them and offer to buy the next round, the taller of the two walked back to the men's room. This, I thought, might be a better opportunity. After a couple of minutes I walked back to there slipping into the men's room. It was empty except for him. He had just finished peeing and was shaking the last drops off his dick.

He tucked it in his pants, zipped up and headed for the sink. He saw me and rather unimpressed said the Ladies room was next door. "I know." I said very nervously. "I wasn't looking for the ladies room." "Oh?" he responded with a touch of sarcasm in his tone. I suddenly realized I held the advantage position and blurted out exactly what I wanted to say: "I saw you at the bar and came in here looking for you. I would very much like to suck you off." I couldn't believe I said it.

"You what?!" he asked

I repeated. "I want to suck your dick. I want to see how big it is. I want know what it tastes like. You got a problem with that?" "Damn. I got no problem. You want it right here, right now?" he asked.

"Right here, right now. Wash that thing and bring it over here." I headed into a stall, placed the lid top down on the toilet and sat down. I heard him turn the faucet off and walk over to me. In seconds he was standing directly in front of me like an obedient puppy and began to undo his pants. "Wait," I said, "I'll do that." I slowly unzipped him and let his trousers fall to the floor. I rubbed him through his jockey shorts with my hand. My long fingernails

carefully scratched his manhood through his boxers. As he hardened, I saw the head boring its way through the waist band. It struggled for freedom. I carefully peeled back his underwear and drew them down. His big hard cock sprung forwards at me. And so here it was; fleshy and gorgeous and big, just inches from my face. I finally had a huge cock all to myself.

"Wow," I told him, "you have a very beautiful – and big – cock." as my words disappeared like his cock into my mouth. "I want you to fuck my mouth." I couldn't believe I just said that. "I want you to stuff it all the way down my throat. I want you to literally fuck my face. Make me gag on it. And when you cum, you can either pump it down my throat and blow it in my mouth.

I wasted no time in beginning my fun. I took his cock in my hand and brought the head to my lips. My tongue first went for the peehole. I licked it several times. It was salty, probably from his having just urinated. I took the head between my lips and drew it in, sucking hard. He moaned and braced himself with his arms against the frame of the stall doorway. I carefully lathered his entire cock, licking and tasting all sides. It was delicious. I nibbled along the shaft's tender

underside while manipulating it with my hands. I was lifted serenely to big cock heaven as he grew more and more excited. When he started rocking his hips, I took the hint and opened my mouth for him to fill. He began to poke it further in

after thrust, this huge cock penetrated the depths of my accommodating throat. I couldn't believe cock sucking could be so much fun.

Having worked up a good steady rhythm, it easily sliding in and out as saliva



and I responded by sucking more of its length with each thrust. His hands grabbed the back of my head and I looked up at him with my wide open eyes to confirm my consent. We were committed in jamming that cock all the way down my throat.

With each oncoming thrust another half inch slipped down. I lustfully accepted a dozen more jabs until that throbbing monster laid claim to my mouth. Clearly now the advantage was his – he was in full blood lust. I would receive a thorough face-fucking whether I wanted it or not. I loved it! Thrust

seeped out in long strands then dribbled on the floor. I creamed my undies several times while fingering myself. Then he clutched my hair, planted his cock in my throat, and held my face way down into his crotch. He bucked with my nose nuzzled in his pubic hairs. Not once, not twice, but three times. I was completely plugged and couldn't breathe. I thought he'd shoot his spunk right down my throat but unfortunately, I couldn't hold him in any longer and had to push off him gagging and gasping for air. At this point there was no turning back. His eyes told me that he couldn't

stop if he wanted to and I so wanted to taste him. Quickly he brought it back to my face and pushed my hands away. Pumping his cock with his own hand, he aimed his cock directly at my mouth. I looked him square in the eyes. With his free hand he cupped the back of my head. I licked my lips and opened wide for him. Offering my extended tongue as an easy target, he put his mushroomed head on it and vigorously stroked himself as I held on to his upper thighs.

his cockhead. I pumped the rest of his warm delicious offering into my mouth.

Just kneeling there in front of him with a warm mouthful of his freshly deposited sperm was enough to convince me that I would be back soon for more. In the meantime, he looked down at me in disbelief as his cock softened. "Damn, I can't believe you swallowed all those loads in your mouth?"

I then kissed him not on



Pre-come oozed and I got a quick prelude of what was forthcoming. My body was nervously twitched.

A huge load of sperm came quickly at me and skipped across the back of my tongue, clinging to the back walls of my throat. I made gagging noises but kept my mouth wide open for his next shot. His second load fell on my outstretched tongue. I pulled it quickly in and opened wide for the third blast. This one hit the roof of my mouth and ran slowly drizzled down toward my throat. I pushed his hand away and fastened my right hand around his hard on and my lips around the crown of

his lips but on the tip of his sticky penis of course. I pulled his underwear up and carefully repackaged his equipment.

He left the men's room first as I took a moment to clean up and check my lipstick. I walked out and back to my girlfriends who were now engaged with a couple studs of their own. I leaned in and kissed Ashley so she could smell his cum. She stuck her tongue in my mouth for a taste, looked at me, then grabbed her suitor's hand and led him to the men's room. She looked back at me and winked.

— *Natasha, Sausalito, CA*

There's still hope

Hello, My name is Milo and I'm a fifty-three year old student going to night classes at the junior college. The recession made me lose my job, so I've been trying to reinvent myself. So now I'm in night school in a finance class. The class met at 7pm and was pretty small, there were about ten students total, therefore everyone knew one another. And that is when I met Louise. She was about 45 years old but still had her looks and brains. She also lost her job and was looking to find another way to make a living.

Three weeks into the course I still had not really spoken to her. One night she walked in class late with high-heels and a tight little black dress. I almost came right there and fantasized about her the rest of the period. The next class we somehow began talking and shared stories about our past jobs and past spouses. Over the next few days we kept chatting in class, on breaks, and after class. She eventually told me she was married, but her husband was very boring and she even cheated on him two years ago. I didn't know if that was a cue but I let it drop, for the moment.

Then, one Wednesday night I asked her if she would consider going for drinks with me after class. She quickly told me that she would love to go. I asked her about her husband, and she told me that he would be back in a month, so now is best.

We were sitting at the restaurant bar. She had about 2 drinks in her and we began

talking about pretty much everything. She began massaging and rubbing my back lightly as we talked. She rubbed her hands against my arms and gently began brushing her finger tips against my hair and neck. This turned me on and I wasted no time in gently returning the favor. I positioned myself to be able to look her in the eyes, she gave me a light smile and moved her lips in my direction. Our lips touched slowly and we began making out. I suggested we go out to the car and left the bar.

She told me that we could not have sex. She promised her husband. But she knew how excited I was and she would gladly jerk me off. I leaned against the car and she unzipped my pants. She leaned into me and pulled out my throbbing cock. I felt the coolness of the air and the warmth of her hand. She deftly moved her hand up and down my cock, tightening at just the right time and playing with the head on every other stroke. I pulled my balls out and she began rubbing and pinching them. I threw my head back and let my groin take it all in. I came right there and watched as the squirt landed six feet away. I promised to return the favor.

— *Michael, Pittsburgh*

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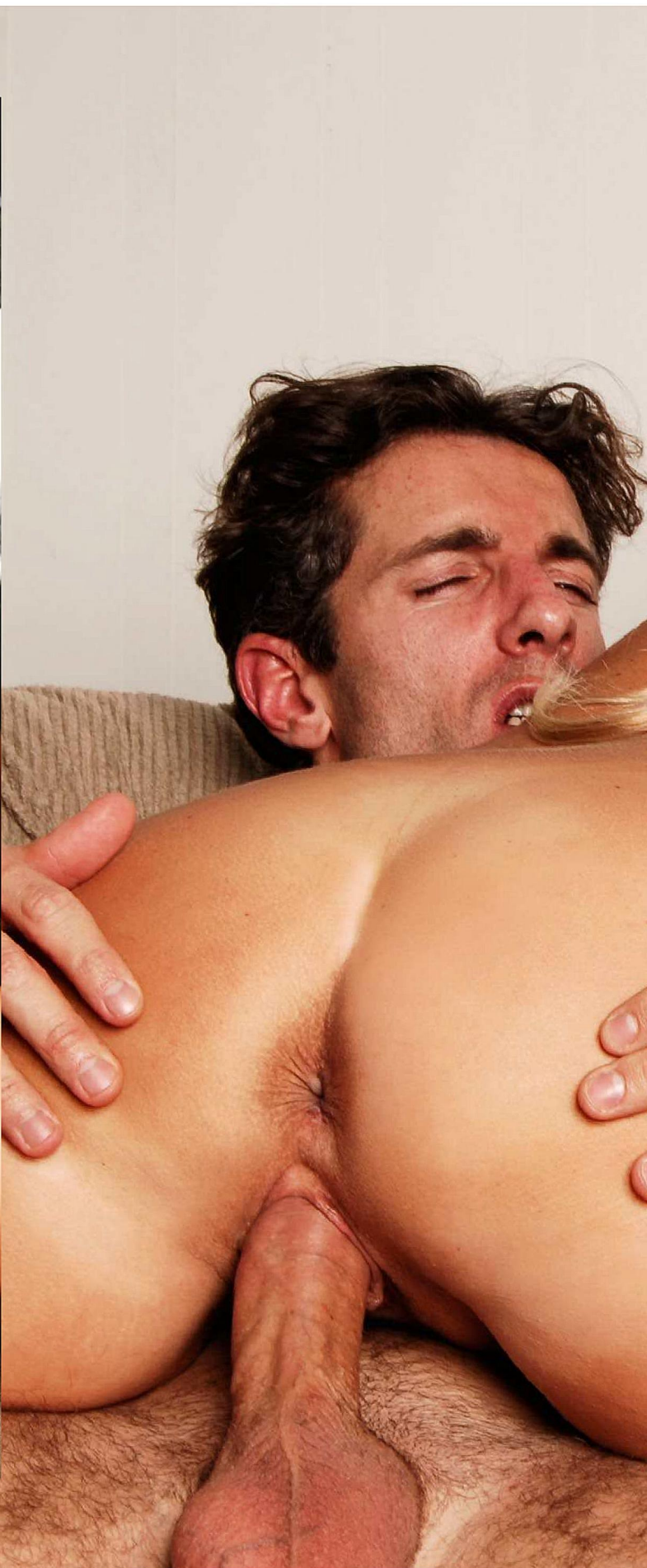
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Chennin







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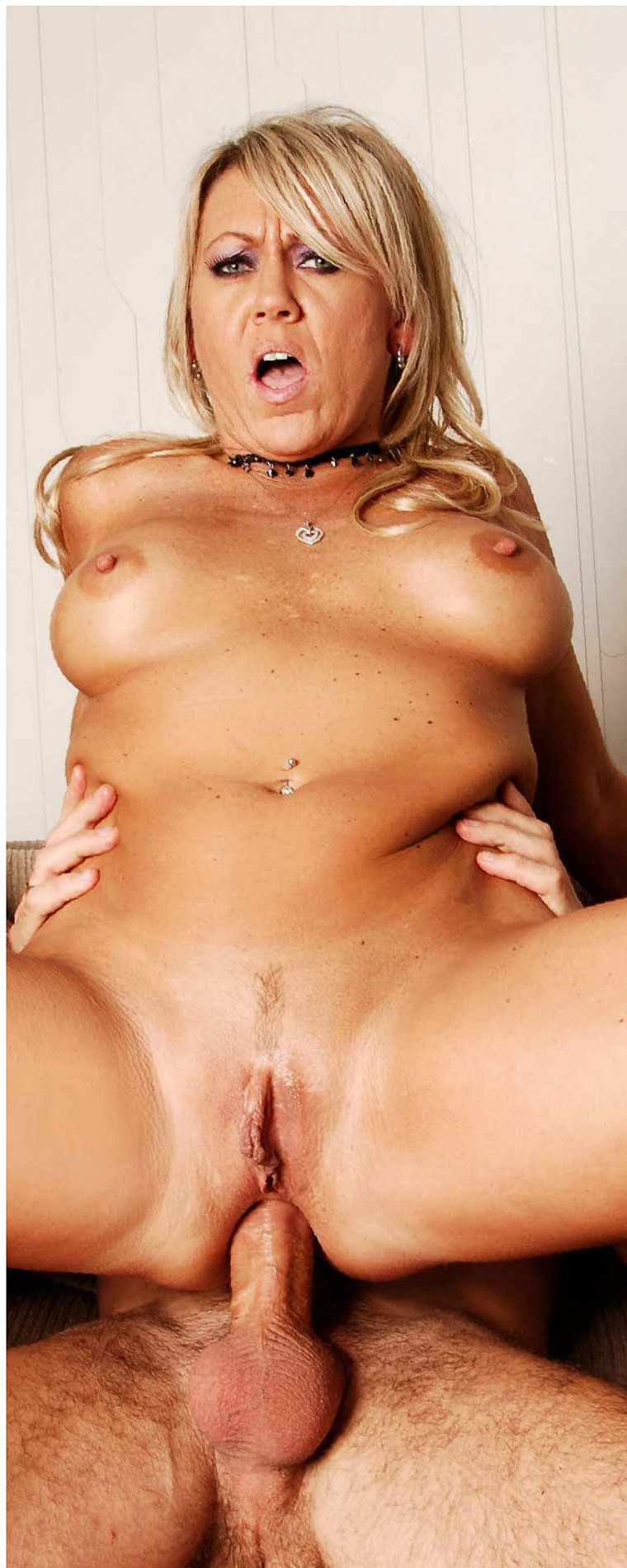
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We arrived at our Las Vegas hotel about suppertime, but we weren't interested in dinner. We were there to gamble. So we went tour rooms, dropped our bags and hit the tables a half hour later. We is my wife, Nora, and myself. We had planned this for a year and I managed to get a week off from work. We have some friends who live here and work at one of the casinos, but we weren't meeting them until tomorrow. So tonight, the town is all ours.

We played blackjack, slots, video poker and just about anything you could drop coins into (although everything now is done with a plastic card.) About 4 am, and \$300 down, we decided to call it quits and went to bed. We got up about noon the next day and called our friends. They invited us out to their home in Henderson. Smitty said he'd come to our hotel to pick us up and take us to his house. Right at 5pm he called my cell phone and we went down to meet him.

A half hour later we arrived at his house and were warmly welcomed by his wife, LouAnn. Smitty and LouAnn have lived in Vegas for almost ten years. We've known the for fifteen years or so, having worked together in Denver.

We had a great dinner and explained that Nora and I wanted to play poker at the casino but didn't know the game that well,

and didn't want to lose all our money in five minutes. Smitty was a blackjack dealer, but knew poker very well and offered to play a few hands with us and give us the finer points of the game. The ladies cleared the dinner table and we guys set it up for the match. Nora and LouAnn returned with some wine for us all and took their places at the table.

We knew the basics, so Smitty dealt and explained the cards as we played hand after hand. He explained the differences between 5-card stud and Texas Hold'em. He told us how to spot other player's bluffs and how to read their eyes. After a couple hours, we decided to play 'for real.' That is: for money. Somehow, the adrenaline flowed harder as money hit the table than when we were just learning. The wine had gotten to us all and we were making ridiculous bets. I had a full house with aces over jacks and Smitty suggested that we put everything in. Before I knew

what was going on, he had thrown his wife in the pot for the next twelve hours, and my wife had accepted his bet. Smitty's wife, LouAnn, was looking me right in my eyes, licking her lips, and smiling.

I turned my hand over. Smitty's eyes bugged out. Obviously he could not beat me and things were flying through his head. He was so sure that my wife was going to join



him in bed and he was coming to the realization that his wife was going to join me in bed. Things would never be the same between us again and we both knew it. I felt the need to say, "Just give me the money and we'll call it even." I was not expecting LouAnn to say, "Oh no you don't! He lost and I need to pay up. He wouldn't pass up a night in bed with your wife...and neither will I."

My wife said, "It looks like you are stuck with both of us." LouAnn walked right up to my wife and embraced her. Their tits smashed into one another, their hands were on each other's ass cheeks, and they were kissing. My wife was giving LouAnn a better kiss than she gives me. I started to feel jealous and then I started to feel aroused. When the kiss ended they both looked at me. LouAnn asked, "Did you like that? I know that I did. I've wanted to kiss your wife for years." My wife replied, "Why didn't you ever tell me?" LouAnn said, "I've wanted to sleep with you ever since our men became friends."

I asked, "Did you two set this up?" LouAnn said, "I'm responsible. I made my husband place that bet and I made him lose too." I asked, "He lost on purpose. Why?" LouAnn laughed and replied, "Because now I'll let him fuck my ass once a week for the next three months." I again asked, "And he lost on purpose for that? I get anal whenever I want it." LouAnn replied, "Maybe you do but he doesn't. If you don't believe me check the deck. His five cards were right under yours when he slipped them into the box." My wife opened up the box and pulled the deck out. She turned over my five cards and they were a pair: two jacks and two queens. Smitty had a full house aces over jacks. LouAnn said, "I told you, he loves to fuck my ass. You can too... after you fuck my pussy and I eat your wife's pussy."

The two women went to the family room where they undressed one another while I stripped. Smitty

and I watched the two of them make out. I knew that my wife had only been with one other female in her life during her experimental college years. I watched them hug and kiss one another, fondle and suck the other's breasts, and finger fuck one another to orgasm. Then they really got serious and went at one another in a sixty-nine. After giving my wife two more orgasms, LouAnn turned her attention to me. I had been sitting there stroking my seven-inch cock and looking at my wife lick her pussy. Smitty was doing pretty much the same.

LouAnn said, "Come on stud, fuck me. My husband expects you too. You certainly don't want to disappoint him, do you?" I looked at Smitty and he motioned with a nod of his head that I should do it. My wife was lying right along LouAnn's body when I got between LouAnn's legs and pushed



my cock into her. I was not cheating on my wife, we were having a threesome, and she wanted me to fuck LouAnn. The truth is that LouAnn's pussy didn't feel any different than my wife's pussy but it was a different pussy and therefore more exciting to be in. I was thinking about her ass when I came in her, after all she had told me that I could have that too. My wife went after my cum deposit and LouAnn went after my cock. In just minutes I was hard again and LouAnn's pussy was cleaned thoroughly by Nora.



Now it was my wife's turn to get butt-fucked and I was ready to cheer her on. The two women lay facing each other and embraced with another deep passionate kiss.

Nora looked at me and said, "Her butt's waiting for you. Just slip it in that ass of hers." I got behind LouAnn, slid up closer to her, and felt my wife aiming my cock into LouAnn's ass. I could even feel my wife's hand on my ass pushing me gently into her ass. LouAnn opened up for me and let me get the head in and half of my erection too. Now fucking LouAnn's ass was definitely better than fucking my wife's ass. I wondered why. Again I was taken back to the fact that it was a different asshole but that wasn't it. LouAnn was tighter and her anus clamped down on my shaft. She seemed to know exactly what I wanted to do.

I pumped it in and out of her, feeling her tightness surround my cock. It was a good feeling and my wife knew it, too. She moved behind me and spread my ass cheeks, licking my butthole before inserting a finger halfway in. I thrust forward, never having that done to me before. "Relax," she whispered. I tried and did eventually as my focus was on my cock in LouAnn's ass and not my wife's finger in mine.

I came with a loud moan as I pushed my cock into LouAnn's anus as far as it would go. She muffled a scream and she felt my cum spurt into her poop chute. Nora looked over at Smitty and using the finger that was in my butt, motioned him over to take my place. The two ladies rolled me away and Smitty crawled over. Now it was my wife's turn to get butt-fucked and I was ready to cheer her on. The two women lay facing each other and embraced with another deep passionate kiss. Smitty didn't waste any time, He spread my wife's butt cheeks and slipped his cock into her asshole. "Fuck my ass Smitty," my wife commands. She immediately pushed her ass back towards him as he shoves his dick into my wife's ass, which she accepted with no discomfort. "Slam my ass, Smitty, fuck me harder!" Nora orders.

I watched as Smitty's balls slapped against her dripping pussy, as he held onto her hips and fucked her

wanton ass. The girls were worked into a frenzy at this point, and when they yelled out that they were cumming, Nora reached around and pulled his pulsating member out of her ass, and led it around to LouAnn's face. "Cum in her mouth, Smitty. Make her lick my ass juice off of your cock. She deserves it!" LouAnn took his exploding dick with her mouth open, and her tongue sticking out. Nora guided his cock head and rested it on LouAnn's soft, warm tongue. Smitty started pumping sticky spunk



onto her tongue as LouAnn slid his cock up and down her tongue, swallowing as she went along. Her mouth action brought him up on his knees, as he grasped her long dark hair in both fists, and fucked her down her throat. Her eyes teared up, as she struggled to choke down his full hot load.

Finally drained, Smitty uncoupled from his wife and flopped down in a chair. We watched the girls as they finished themselves off. Such a picture of animal lust they had never exhibited before. We mellowed the rest of the night and into morning sharing each other a few more times. Late the next afternoon, Smitty drives Nora and me back to our hotel and we immediately head for the casino to practice what we just learned. About poker, that is!

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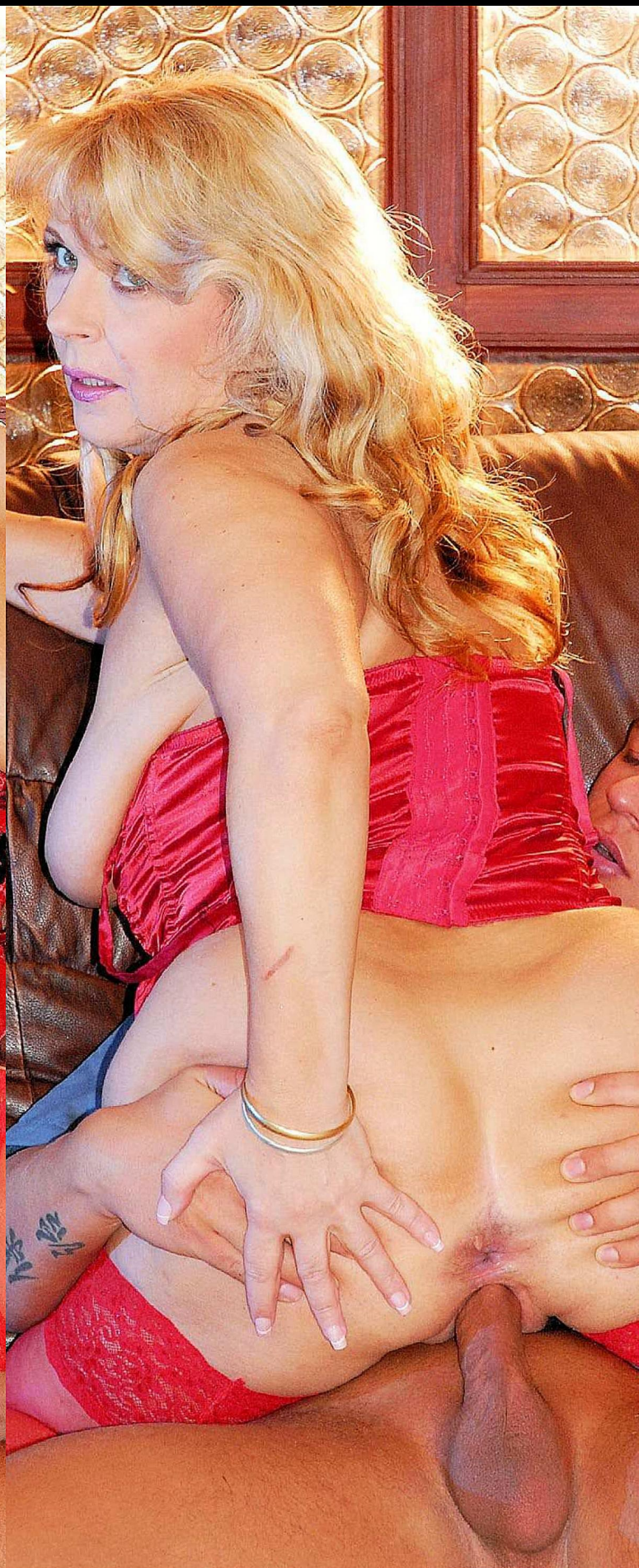
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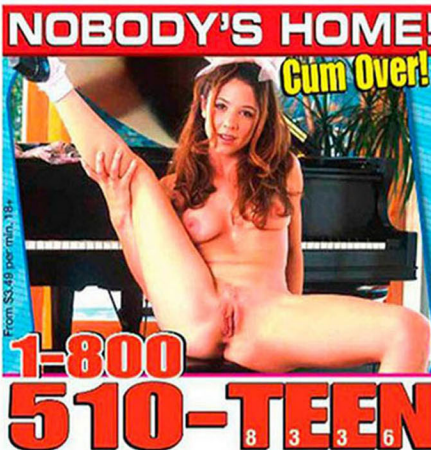
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